UNITED STATES DISTRICT COURT SOUTHERN DISTRICT OF NEW YORK

US AIRWAYS, INC., FOR AMERICAN AIRLINES, INC., AS SUCCESSOR AND REAL PARTY IN INTEREST,

Plaintiff,

-against-

SABRE HOLDINGS CORPORATION; SABRE GLBL INC.; and SABRE TRAVEL INTERNATIONAL LIMITED,

Defendants.

Civil Action No. 1:11-cv-02725 (LGS)

REDACTED SIXTH AMENDED

COMPLAINT

Jury Trial Demanded

1. Plaintiff US Airways, Inc., for American Airlines, Inc., as Successor and Real Party in Interest¹ ("Plaintiff"), brings this action under Section 4 of the Clayton Act, 15 U.S.C. § 15, to recover treble damages and the costs of this suit, including reasonable attorneys' fees, against Defendants Sabre Holdings Corporation; Sabre GLBL Inc.; and Sabre Travel International Limited (collectively "Sabre") for injuries sustained by Plaintiff by reason of Sabre's violation of Sections 1 and 2 of the Sherman Act, 15 U.S.C. §§ 1, 2. Plaintiff demands a trial by jury.

INTRODUCTION AND SUMMARY

2. Sabre operates the largest Global Distribution System ("GDS") in the United States.

A GDS provides travel agents with information on schedules and fares offered by participating airlines and the ability to book tickets.

¹ "American Airlines" and "American" refer to American Airlines, Inc. as it existed prior to its merger with US Airways. "US Airways, Inc., for American Airlines, Inc., as Successor and Real Party in Interest" and "American, as Successor to US Airways" refer to the merged American-US Airways entity.

- 3. Travel agents use GDSs for virtually all of the airfares they book. Many travelers - including high-value business travelers that comprise a significant portion of airline revenues will only purchase tickets through a particular travel agent, for example the travel agent with which their company has an agreement. Business travelers who are subject to corporate travel policies are generally required to purchase tickets through the large traditional travel agency specializing in managed corporate travel (Travel Management Company, or "TMC") that has been selected by the traveler's employer. Business travelers generally do not use online travel agencies ("OTAs"), which service almost exclusively leisure travelers. Through a variety of anticompetitive practices and agreements, GDSs lock travel agents into their system, so those travel agents effectively become unable and unwilling to provide their customers with alternative, more efficient connections to airlines. In this way, GDSs are the bottleneck between airlines and the travelers that use travel agents, including the high-value business traveler. As a result, the United States Department of Justice ("DOJ") has recognized: "Each [GDS] provides access to a large, discrete group of travel agents, and unless a carrier is willing to forego access to those travel agents, it must participate in every [GDS]." Comments of the Department of Justice to the Notice of Proposed Rulemaking Computer Reservation System Regulations 2 (Sept. 19, 1996).
- 4. Traditional travel agencies typically do not pay to use GDSs. To the contrary, the GDSs often pay travel agents so-called "incentives." Those payments are "kickbacks" or "inducements" to use a particular GDS and represent sharing by the GDSs of the supracompetitive booking fees they extract from the airlines. GDSs pay particularly high incentives to the handful of large TMCs that dominate managed corporate travel.
- 5. Between 2006 and 2012, Sabre paid the four largest TMCs American Express GBT, Carlson Wagonlit Travel, Hogg Robinson Group, and BCD Travel more than \$1.2 billion